

FMHL/SEC/Reg. 30/May'2019

May 29, 2019

BSE Limited

Department of Corporate Services

Phiroze Jeejeebhoy Towers,

Dalal Street,

Mumbai – 400 001

Security Code: 523696

Sub: Annual Secretarial Compliance Report for the year ended March 31, 2019

Dear Sir(s),

Pursuant to Regulation 24A of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 read with SEBI Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019, as amended, we are herewith submitting the Annual Secretarial Compliance Report for the financial year 2018-19.

This is for your information and records please.

Thanking You

For Fortis Malar Hospitals Limited

Shashank Porwal

Company Secretary

M. No. ACS-51957

MUKESH AGARWAL & CO.

(COMPANY SECRETARIES)

3029, Sant Nagar, Rani Bagh, Opp. M2K Pitampura, Delhi-110034
Tel. No. : 011-42458279, 47060535 Email : magarwalandco@gmail.com

Ref. No.

Dated.....

SECRETARIAL COMPLIANCE REPORT OF FORTIS MALAR HOSPITALS LIMITED FOR THE YEAR ENDED 31ST MARCH, 2019

[Pursuant to Circular CIR/CFD/CMD1/27/2019 dated February 8, 2019 as issued by SEBI]

We Mukesh Agarwal & Co. have examined:

- a) all the documents and records made available to us and explanation provided by Fortis Malar Hospitals Limited ("the listed entity"),
- b) the filings/ submissions made by the listed entity to the stock exchanges,
- c) website of the listed entity,
- d) any other documents/ filings, as may be relevant, which has been relied upon to make this certification,

for the year ended 31st March, 2019 ("Review Period") in respect of compliance with the provisions of :

- (a) the Securities and Exchange Board of India Act, 1992 ("SEBI Act") and the Regulations, circulars, guidelines issued thereunder; and
- (b) the Securities Contracts (Regulation) Act, 1956 ("SCRA"), rules made thereunder and the Regulations, circulars, guidelines issued thereunder by the Securities and Exchange Board of India ("SEBI");

The specific regulations, whose provisions and the circulars/ guidelines issued thereunder, have been examined, include:-

- a) Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015;
- b) Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2018;
- c) Securities and Exchange Board of India (Substantial Acquisition of Shares and Takeovers) Regulations, 2011
- d) Securities and Exchange Board of India (Buyback of Securities) Regulations, 2018; (Not Applicable to the Company during the Audit Period)
- e) Securities and Exchange Board of India (Share Based Employee Benefits) Regulations, 2014;



f) Securities and Exchange Board of India (Issue and Listing of Debt Securities) Regulations, 2008: **(Not Applicable to the Company during the Audit Period)**

g) Securities and Exchange Board of India (Issue and Listing of Non-Convertible and Redeemable Preference Shares) Regulations, 2013; **(Not Applicable to the Company during the Audit Period)**

h) Securities and Exchange Board of India (Prohibition of Insider Trading) Regulations, 2015;

i) and circulars / guidelines issued thereunder

and based upon the above examination, We hereby report that, during the Review Period:

a) The Listed entity has complied with the provision of the above Regulations and circular/ Guidelines issued thereunder, except in respect of matters specified below:-

Sr. No	Compliance Requirement (Regulations/ circulars / Guidelines including specific clause)	Deviations	Observations/ Remarks of the Practicing Company Secretary
1.	Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015	The Listed Entity is required to appoint at least one more Independent Director on the Board.	Board of the Company does not comprise with the minimum number of Independent Directors as per the requirements of Regulation 17(1) of the SEBI (Listing Obligations and Disclosure Requirements) Regulation, 2015

b) The Listed entity has maintained proper records under the provisions of the above Regulations and circulars/guidelines issued thereunder insofar as it appears from our examination of those records.

c) The following are the details of actions taken against the Listed Entity/its promoters/Directors/ material subsidiaries either by SEBI or by Stock Exchanges, (including under the Standard Operating Procedures issued by SEBI through various circulars) under the aforesaid Acts/ Regulations and circulars/guidelines issued thereunder:



Sr. No	Action taken by	Details of violation	Details of action taken E.g. fines, warning letter, debarment, etc.	Observations/ Remarks of the Practicing Company Secretary, if Any.
None				

d) The Listed entity has taken the following actions to comply with the observations made in previous reports:

Sr. No	Observations of the Practicing Company Secretary in the previous reports	Observations made in the secretarial compliance report for the year ended 31 st march,2019	Action taken by the Listed entity, if any	Comments of the Practicing Company Secretary on the actions taken by the listed entity
This being the first reporting since the notification of the requirements to submit the report, reporting on actions to comply with the observations made in the previous reports does not arise.				

Place: Delhi
Date: 27.05.2019



M. Agarwal
Mukesh Kumar Agarwal
M No-F5991
C P No.3851